

UNITED COMMUNITY BANKS INC
Form 3
December 03, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|---|---|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â MILLER BRADLEY J</p> <p>(Last) (First) (Middle)</p> <p>C/O UNITED COMMUNITY BANKS, INC., Â PO BOX 398</p> <p>(Street)</p> <p>BLAIRSVILLE, Â GA Â 30514</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/01/2014</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>UNITED COMMUNITY BANKS INC [UCBI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, CRO & GENERAL COUNSEL</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| COMMON STOCK | 1,976 | D | Â |
| COMMON STOCK (RSUs) | 27,938 ⁽¹⁾ | D | Â |
| COMMON STOCK | 937 | I | By 401(k) |
| COMMON SHARES ISSUABLE | 5,015 ⁽²⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|---|---|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Option to Purchase Common Stock | 10/09/2008 | 10/09/2017 | Common Stock | 416 | \$ 114.6 | D | Â |
| Option to Purchase Common Stock | 05/05/2009 | 05/05/2018 | Common Stock | 727 | \$ 66.4 | D | Â |
| Option to Purchase Common Stock | 06/22/2010 | 06/22/2019 | Common Stock | 1,008 | \$ 31.5 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MILLER BRADLEY J C/O UNITED COMMUNITY BANKS, INC. PO BOX 398 BLAIRSVILLE, GA 30514 | Â | Â | Â SVP, CRO & GENERAL COUNSEL | Â |

Signatures

Lois J. Rich as
Attorney-in-Fact

12/03/2014

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Under the United Community Banks, Inc. 2000 Key Employee Stock Option Plan (as Amended and Restated effective as of March 15, 2007), 17,250 Restricted Stock Units ("RSUs") were granted on August 12, 2013, and 15,000 RSUs were granted on December 1, 2014.

- (1) 2013 RSUs vested at 33.3% on September 12, 2014, with the remaining 2013 RSUs scheduled to vest at 33.3% on August 12, 2015, and August 12, 2016. 2014 RSUs vest at 25% on January 1, 2016, then at 25% on three subsequent anniversaries from the date of grant, commencing December 1, 2016.
- (2) Acquired pursuant to the United Community Banks Deferred Compensation Plan. The Common Shares Issuable are to be settled in UCBI common stock upon termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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